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FORM 10-Q - QUARTERLY REPORT UNDER SECTION 13 OR 15 (d)
OF THE SECURITIES EXCHANGE ACT OF 1934
(As last amended by Rel No 34-18524, eff 5/24/82.)
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form 10-Q

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Quarterly Report under Section 13 or 15(d) of the Securities Exchange Act of 1934.

For Quarter Ended 09/30/91 Commission file number 33-5516-LA

Beeper Plus, Inc.
(Exact name of registrant as specified in its charter)

Nevada	88-0219239
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
3900 Paradise Road, Suite 201, Las Vegas, Nevada	89109
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code, (702) 737-5560

Former name, former address and former fiscal year, if changed since last report.

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes ____ No ✓

Class	Outstanding at September 30, 1991
Common Stock, par value $.001 per share	4,155,000

BEEPER PLUS, INC.
NOTES TO FINANCIAL STATEMENTS

In the opinion of Management, the accompanying Unaudited Financial Statements contain all adjustments necessary to present fairly Beeper Plus, Inc.'s Financial Position as of June 30, 1991 and September 30, 1991, the Year Ended June 30, 1991 and the three months ended September 30, 1991.

The accounting policies followed by the Company are set forth in Note 1 to the Company's Financial Statements in the June 30, 1991 Beeper Plus, Inc. Annual Report which is incorporated by reference on Form 10-K.

Item 2

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Financial Condition

During the three month period ended September 30, 1991 working capital remained virtually consistent (an increase of $652). Cash increased approximately $9,000 primarily through operating activities, with $21,000 in principal payments on long-term debt.

Results of Operations

During the three month period ended September 30, 1991, the Company continued its pursuit of promoting and selling its new product "The Front Page" to paging carriers located throughout the United States and has continued its operation of the "Sports Page" product throughout the country.

To date, the Company has been able to rely solely on the income of these two products to continue its operations and no longer has had to rely on the proceeds from the sale of common stock to finance its accumulated deficit and capital expenditures.

PART 2. OTHER INFORMATION

Item 1. Legal Proceedings

There were no legal proceedings against the Company as of September 30, 1991.

Item 2. Changes in Securities

On August 27, 1991, the Company issued 10,000 shares of Beeper Plus stock to Jeff Eddins, Vice President, and 5,000 shares of Beeper Plus stock to Nancy Troy, Secretary/Treasurer.

Item 3. Default Upon Senior Securities

Not applicable.

Item 4. Submission of Matters to a Vote of Security Holders

No matters were submitted to a vote of security holders during the quarter ended September 30, 1991.

Item 5. Other Information

Beeper Plus, Inc. still serves its Sports Page clients in major metropolitan cities through a network of independent distributors. However, the Company has exercised its right to terminate those distributors in default of their distributorship contracts and has obtained additional territories which has increased revenues directly to the business. To date, Beeper Plus directly serves Sports Page customers in the following territories: Las Vegas, Southern California, Birmingham, Seattle, Portland and Michigan. Independent distributors operate business in the following territories: Baltimore/Washington, Boston, Chicago, Houston, Dallas, Miami/Tampa, New York/New Jersey/Philadelphia and San Francisco.

Beeper Plus has recently introduced another product to the market called "The Front Page". The Front Page works in a similar manner to the Sports Page product; however, the information transmitted to hand-held pagers consist of headline news, Dow Jones Average, Gold and US Dollar prices, weather conditions, final scores and results for all major professional sporting events and general Infotainment which consists of quotes, facts, trivia and humor entertaining information. This information is updated once an hour. Unlike the Sports Page product which is sold to the end user (customer), the Front Page will be sold to individual paging carriers who in turn will sell the service to their paging customers in their local territory. NEC America has included the Front Page product as part of their promotion of their newest pager on the market.

Beeper Plus is currently investigating new pagers on the market and will be switching to a more advanced pager for the Sports Page product and at the same time is looking into its options for further coverage area capabilities through other paging networks (i.e., nationwide and or regional (west coast, midwest, east coast coverage). Between these two new ventures, the Company will upgrade its product and also produce a wider range of coverage for the customer.

Item 6. Exhibits and Reports on Form 8-K

Form 8-K was filed July 16, 1991 with the Securities and Exchange Commission in accordance with Item 4, Changes in Registrant's Certifying Accountant. Am Amendment to Form 8-K was filed October 29, 1991 pertaining to Item 4, Changes in Registrant's Certifying Accountant.

BEEPER PLUS, INC.

BALANCE SHEETS

ASSETS	September 30, 1991	June 30, 1991
Current assets:		
Cash	$ 20,678	$ 11,705
Accounts receivable	2,025	5,856
Inventories	608	3,041
Total current assets	$ 23,311	$ 20,602
Furniture, fixtures and equipment, net	$ 131,734	$ 141,995
Other assets, distributorship, net	$ 286,946	$ 308,914
	$ 441,991	$ 471,511
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Current liabilities:		
Current maturities of long-term debt	$ 86,496	$ 86,496
Accounts payable, trade	24,953	16,456
Current portion of deferred distributorship revenue	19,334	25,624
Accrued interest	30,850	26,850
Other accrued expenses	3,991	5,837
Loans from related parties	172,000	172,000
Total current liabilities	$ 336,624	$ 333,263
Long-term debt, less current maturities	$ 266,651	$ 287,475
Deferred distributorship revenue, less current portion	$ 16,248	$ 13,542
Commitments and contingencies		
Stockholders' equity (deficit):		
Common stock	$ 41,550	$ 41,400
Additional paid-in capital	943,520	943,520
Accumulated deficit	(1,162,602)	(1,147,689)
	$ (177,532)	$ (162,769)
	$ 441,991	$ 471,511

BEEPER PLUS, INC.

STATEMENTS OF OPERATIONS

	Three Months Ended September 30,	
	1991	1990
Revenues	$ 256,692	$ 253,738
Operating costs and expenses	258,428	195,995
Operating income (loss)	$ (1,736)	$ 57,743
Other income (expense):		
Interest	(13,177)	(16,761)
Income (loss) before income tax and extraordinary item	$ (14,913)	$ 40,982
Income tax expense	-	(6,000)
Income (loss) before extraordinary item	$ (14,913)	$ 34,982
Extraordinary item - tax benefit from operating loss carryforward	-	6,000
Net income (loss)	$ (14,913)	$ 40,982
Earnings (loss) per share:		
Income (loss) before extraordinary item	$ -	$ .01
Extraordinary item	-	-
Net income (loss)	$ -	$ .01
Weighted average number of common shares outstanding	4,140,000	4,140,000

BEEPER PLUS, INC.

STATEMENTS OF CASH FLOWS

	Three Months Ended September 30,	
	1991	1990
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income (loss)	$ (14,913)	$ 40,982
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation	13,363	20,061
Amortization	21,968	23,723
Common stock issued as compensation	150	-
(Increase) decrease in:		
Accounts receivable	3,831	6,653
Inventories	2,433	(5,239)
Increase (decrease) in:		
Accounts payable	8,497	(68,784)
Accrued expenses	2,154	7,497
Deferred revenue	(4,584)	7,538
Other	-	(2,223)
Net cash provided by operating activities	$ 32,899	$ 30,208
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of equipment and net cash (used in) operating activities	$ (3,102)	$ (11,600)
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments on long-term debt	$ (20,824)	$ (18,850)
Payments to related parties	-	(1,000)
Net cash (used in) financing activities	$ (20,824)	$ (19,850)
Increase (decrease) in cash	$ 8,973	$ (1,242)
CASH, beginning of period	11,705	1,090
CASH, end of period	$ 20,678	$ (152)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed in its behalf by the undersigned thereunto duly authorized.

Beeper Plus, Inc.
(Registrant)

By Basil B. Newton
Basil B. Newton
President